

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement*

*This announcement is for information purposes only, and does not constitute an offer to sell or the solicitation of an offer to acquire, purchase or subscribe for any securities in the United States or in any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.*

*Neither this announcement nor anything herein forms the basis for any contract or commitment whatsoever. Neither this announcement nor any copy hereof may be taken into or distributed in the United States or other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. The securities referred to herein have not been and will not be registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”), or the securities laws of any other jurisdiction, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer and its management and financial statements. The Company does not intend to make any public offering of securities in the United States.*



## **E-House (China) Enterprise Holdings Limited**

**易居(中國)企業控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2048 and Debt Stock Codes: 40024 and 40507)**

### **INSIDE INFORMATION**

#### **DEFAULT ON THE**

**7.625% SENIOR NOTES DUE 2022 (STOCK CODE: 40024) AND**

**7.60% SENIOR NOTES DUE 2023 (STOCK CODE: 40507);**

**TRADING SUSPENSION OF THE 2023 NOTES**

This announcement is made by the Company pursuant to Rules 13.09(2), 37.47(b), 37.47A, 37.47B, 37.47C, 37.47D and 37.47E of the Listing Rules and the Insider Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated March 31, 2022, April 11, 2022 and April 14, 2022 (collectively, the “**Announcements**”) relating to the Offer and Invitation. Terms used herein shall have the same meanings as defined in the Announcements unless otherwise stated.

## **DEFAULT ON THE OLD NOTES**

The 7.625% Senior Notes due 2022 (Stock Code: 40024) (the “**2022 Notes**”) matured on April 18, 2022 (the “**2022 Notes Maturity Date**”). The Company has failed to repay the 2022 Notes on the 2022 Notes Maturity Date, which failure constituted an event of default under the 2022 Notes Indenture. This, in turn, cross-defaulted the Convertible Note Trust Deed, which in turn has triggered a cross-default under the 2023 Notes Indenture. Such event of default triggered under the 2023 Notes Indenture will not automatically result in an acceleration of the 2023 Notes. Under the 2023 Notes Indenture, the 2023 Notes will only be accelerated for such an event of default upon the Company having received written notice from the trustee or holders of at least 25% in aggregate principal amount of the 2023 Notes then outstanding. The Company is currently assessing the impact of the above defaults, and will provide an update of the above matter by way of further announcement(s) in accordance with the requirements of the Listing Rules.

As of the date of this announcement, the Company has not received any request to accelerate the 2022 Notes, 2023 Notes or the Convertible Note.

The 2022 Notes have matured and will be delisted from the Stock Exchange on April 19, 2022.

## **SUSPENSION OF TRADING OF THE 2023 NOTES**

At the request of the Company, trading of the 2023 Notes on the Stock Exchange will be suspended beginning at 9 a.m. on April 19, 2022 and will remain suspended until further notice, due to the resulting cross-default under the 2023 Notes Indenture as described above.

## **FURTHER INFORMATION**

As disclosed in the Company’s announcement dated March 31, 2022, the Company has appointed China International Capital Corporation Hong Kong Securities Limited as the Financial Advisor. The Company has also appointed Skadden, Arps, Slate, Meagher and Flom as its legal advisor for this purpose and the holders of the Old Notes are encouraged to contact China International Capital Corporation Hong Kong Securities Limited (by email to: IB\_homeproject@cicc.com.cn) to establish contact and initiate discussions.

The Company will keep Shareholders, holders of the Old Notes, other stakeholders and potential investors updated by way of further announcements as and when appropriate.

**Shareholders and holders of other securities of the Company as well as potential investors are advised to exercise caution when dealing in the securities of the Company.**

In order to preserve as much liquidity as possible, the Company will temporarily suspend all payments to the Group's offshore financial creditors.

Holders of the Old Notes requiring further information in connection with the Old Notes may contact the Company's Financial Advisor and the Information, Exchange and Tabulation Agent at:

**China International Capital Corporation Hong Kong Securities Limited**

29/F, One IFC, 1 Harbour View Street, Central, Hong Kong

Telephone: +852 2872 2000

Email: IB\_homeproject@cicc.com.cn

**D.F. King Ltd.**

In London:

65 Gresham Street

London EC2V 7NQ

United Kingdom

Tel: +44 20 7920 9700

In Hong Kong:

Suite 1601, 16th Floor, Central Tower

28 Queen's Road Central

Hong Kong

Tel: +852 3953 7231

Email: E-House@dfkingltd.com

**FORWARD-LOOKING STATEMENTS**

Forward-looking statements in this announcement are based on current expectations, assumptions, estimates and projections about the Company. These statements are not guarantees of future performance and that the Company's actual results of operations, financial condition and liquidity, and the development of the industry in which the Company operates may differ materially from those made in, or suggested by, the forward-looking statements in this announcement. Future events and results involve some risks, uncertainties and assumptions that are difficult to predict. Important factors that could cause those differences include, but are not limited to, changes in the competitive environment and regulatory environment of the industry in the PRC relevant to the business of the Company, changes in the business and financial condition of the Company and its subsidiaries and changes in the general economic trend in the PRC.

## DEFINITIONS

Unless the context otherwise requires, terms used in this announcement shall have the following respective meanings:

“Convertible Note”	HK\$1,031,900,000 2.0% convertible note due 2023 issued by the Company on November 4, 2020 to Alibaba.com Hong Kong Limited, with principal of approximately HK\$1,031,900,000 outstanding. The Convertible Note matures on November 4, 2023 and is not listed on any securities exchange. As of the date of this announcement, Alibaba.com Hong Kong Limited remains the sole holder of the Convertible Note; and
“Convertible Note Instrument”	the note instrument governing the Convertible Note entered into on November 4, 2020 by the Company by way of a deed poll in favor of Alibaba.com Hong Kong Limited.

By order of the Board  
**E-House (China) Enterprise Holdings Limited**  
**Zhou Xin**  
*Chairman*

Hong Kong, April 18, 2022

*As at the date of this announcement, the Board comprises Mr. Zhou Xin as Chairman and executive Director, Mr. Huang Canhao, Dr. Cheng Li-Lan and Dr. Ding Zuyu as executive Directors, Mr. Tang Xing, Mr. Yang Yong, Ms. Xie Mei and Mr. Lv Peimei as non-executive Directors, and Mr. Zhang Bang, Mr. Zhu Hongchao, Mr. Wang Liqun and Mr. Li Jin as independent non-executive Directors.*